

ARIZONA GEOGRAPHIC INFORMATION COUNCIL

BYLAWS AS ADOPTED

MAY 6, 2004

Article I. Name

The name of this association shall be the Arizona Geographic Information Council, hereafter referred to as AGIC.

AGIC was originally established by Arizona Executive Order No. 89-24, modified by Arizona Executive Order No. 92-17, and by Arizona Executive Order No. 2003-01. Exhibit A, containing a copy of Executive Order No. 89-24; Exhibit B, containing a copy of Executive order 92-17; and Exhibit C, containing an copy of Executive Order No. 2003-01 are hereto made a part of these bylaws.

Article II. Purpose

The purpose of AGIC is:

To foster cooperation and standardization of the acquisition, exchange and management of spatially referenced geographic information as it applies to automated geographic information systems in the State of Arizona.

This organization shall abide by the policies and procedures set forth in these bylaws.

Article III. Objectives

The objectives of AGIC are as follows:

Sec. 1 To coordinate the management of statewide geographic information and provide guidance and direction in the management of a statewide geographic information system.

Sec. 2 To identify, make known and recommend actions to meet automated geographic information needs in the State of Arizona.

Sec. 3 To foster communication and cooperation in matters related to geographic information systems among federal, state, local and private entities in Arizona.

Sec. 4 To formulate and recommend standards for data architecture, quality, accuracy, resolution and maintenance.

Sec. 5 To promote sharing of geographic information by recommending standard methods and means, devising model agreements, publishing directories and newsletters, and performing other appropriate information-sharing actions.

Article IV. Membership

Sec. 1 Voting membership shall be limited to those sharing the objectives of AGIC as follows:

- a. Members of AGIC's Executive Management Board shall be from agencies that create, use and/or maintain data used in automated geographic information systems.
- b. Executive Order 92-17 establishes AGIC membership. Representatives shall be at the management or higher level and shall be designated by the director of the organization and appointed by the Governor.

Sec. 2 AGIC's Executive Management Board may petition the Governor to add members to AGIC by amending Executive Order 92-17.

Sec. 3 It is the responsibility of each member to be active in AGIC and to attend scheduled meetings. Representatives may send alternates to Executive Management Board meetings and the alternates may vote for the Representatives on official matters if designated in writing as proxies. However, the agency representative must attend at least 50% of all meetings called by the AGIC President.

Sec. 4 If a vacancy in voting or non-voting membership as described in Article IV occurs, the President shall contact the designating organization within 15 days of the notification of, or occurrence of, the vacancy to request that the designated organization recommend to the Governor or Arizona the appointment of a replacement.

Sec. 5 Any member may withdraw from AGIC upon giving notice in writing thereof to the AGIC President.

Article V. Officers

Sec. 1 The elected officers of AGIC shall be the President, Vice President (President-Elect), Past-President and Secretary, all of whom shall serve without compensation from AGIC.

Sec. 2 A Representative from the Arizona State Land Department shall also serve as an assistant to the President.

Sec. 3 Elected officers shall assume their official duties at the end of the first Board meeting of the calendar year and shall serve one-year terms ending at the close of the first Board meeting of the following calendar year or until a successor is elected. The President and President-Elect shall not be retained in office more than one consecutive term in the same office, but may reassume an office after one term out of office.

Sec. 4 Officers shall be elected by the voting members of AGIC, as hereinafter provided. Officers may be removed by a majority vote of the voting members of AGIC's Executive Management Board.

Sec. 5 If the President should no longer meet AGIC membership criteria as defined by Executive Order 92-17, the President may serve the remainder of the term as described in Article V. Sec. 3, as a non-voting member, if approved by a majority vote of the voting members of AGIC's Executive Management Board. If the President is not retained in office, the Vice President shall assume the office of President.

Article VI. Duties of Officers

Sec. 1 The President shall preside at all meetings of AGIC and shall be responsible for the implementation of the Council's decisions. The President and Vice President, or person specifically appointed in writing, including E-mail notification, by the President, are authorized to represent AGIC with other organizations.

Sec. 2 The Vice President will assist the President in the discharge of the President's duties as requested and, in the absence or inability of the President to act, shall perform the President's duties.

Sec. 3 The Secretary shall perform duties usually incumbent upon such an officer.

Sec. 4 The Past-President shall perform duties as designated by the President.

Article VII. Committees or Subcommittees

Sec. 1 Committees may be authorized, created, directed or dissolved by majority vote of those in attendance at an AGIC Executive Management Board meeting.

Sec. 2 The President shall appoint an Executive Management Board Member to serve as advisor to each committee.

Sec. 3 Each committee shall appoint a Committee Chair to organize the group and to act as a spokesperson representing the committee before the AGIC Executive Management Board.

Sec. 4 Committee Chairs shall be responsible for maintaining membership on the committees and shall notify the AGIC Executive Management Board of any changes in membership.

Sec. 5 Committees shall keep a record of all proceedings and provide a copy to the Arizona State Land Department.

Article VIII. Meetings

Sec. 1 It is the intent of these bylaws to schedule meetings on a regular basis.

Sec. 2 AGIC Executive Management Board meeting will be held at least quarterly at a time and location selected by the officers. Notice of meeting shall be posted as provided by A.R.S. 38-431.02 and shall be provided to Executive Management Board members at least 7 days prior to the meeting.

Sec. 3 Additional meetings of the AGIC Executive Management Board may be called by the President with at least a 24 hour notice to discuss and take action on critical issues.

Sec. 4 Committees shall meet, discuss, study and/or resolve assigned issues as needed to carry out the business of AGIC. Committees shall meet at least quarterly. These meetings may be in connection with AGIC Executive Management Board meeting. If physical presence is not feasible, then written, facsimile, electronic or telephonic communications shall substitute for a group meeting.

Sec. 5 The President may call meetings of Committee Chairs to obtain progress reports to be presented to the AGIC Executive Management Board.

Article IX. Nomination and Election of Officers

- Sec. 1 There shall be an Elections/Nominating Committee appointed by the President to create a list of nominees for election of officers and to conduct the AGIC election process.
- Sec. 2 AGIC Executive Management Board members who desire to serve as officers of AGIC shall give their names and resumes, biographic or other appropriate information to the Elections/Nominating Committee as candidates.
- Sec. 3 At least 30 days prior to the end of the current term of office, the Elections/Nominating Committee shall provide each candidate's name and résumé, biographic, or other appropriate information to all members of AGIC by mail, facsimile, or electronic mail. Each voting member of the Board has one vote for each officer.
- Sec. 4 The Elections/Nominating Committee will tally the results of the election, notify the newly elected and incumbent officers and announce the results to the AGIC Executive Management Board.
- Sec. 5 Elections shall be conducted by secret ballot, with officers selected by a majority of votes cast.
- Sec. 6 The Vice President will ascend to the office of President at the end of the President's term and a new Vice President will be elected to fill the vacancy.

Article X. Administration

- Sec. 1 AGIC shall be administered by its elected officers.
- Sec. 2 The Arizona State Land Department shall keep the official current and complete books and records of the decisions, actions and obligations of AGIC. The Secretary shall coordinate newsletters, meeting notices and locations and shall keep a record of names and addresses of the members of the AGIC Executive Management Board. All books and records may be inspected by any member of the Board for good purposes at a reasonable time and location.
- Sec. 3 Nothing in these bylaws is intended to restrict AGIC from sponsoring or collection of fees from meetings, conferences, workshops, seminars or symposia or sharing of Geographic Information related to the State of Arizona.

Article XI. Dissolution of AGIC

- Sec. 1 In the event the Council is dissolved, the Arizona State Land Department will be responsible for the books, records and distribution of any other assets to the Voting Member Agencies of AGIC's Executive Management Board as soon as practical.

Article XII. Quorum and Amendment of By-Laws

- Sec. 1 A Quorum is established when more than one-half of the members of AGIC's Executive Management Board, exclusive of vacancies, are present in a meeting of AGIC.
- Sec. 2 A majority of affirmative votes on any issue will establish AGIC decision.

Sec. 3 Voting may be by proxy, when a proxy is designated in writing by the Member or in the case of a vacancy, by the agency unit head.

Sec. 4 Power to repeal or amend these bylaws and to adopt additional By-Laws is hereby delegated to the Executive Management Board of AGIC and may be executed at a meeting of AGIC; provided that notice, at least 15 days prior to the meeting, has first been given to the AGIC Executive Management Board. These bylaws may be amended by a 2/3 vote of Board Members voting.

Article XIII. Parliamentary Procedure

Sec. 1 Meetings may be conducted in an informal manner by the President, but Robert's Rules of Order (Revised) may be invoked at any time by a majority vote of the members present.

Article XIV. Obligations and Expenses

Sec. 1 It is the intent of these bylaws to set a basis for cooperation between member agencies.

Sec. 2 All AGIC Executive Management Board Members will cooperate with the Arizona State Land Department in efforts to develop funding for AGIC activities, and are expected to assume a leadership role in obtaining funds committed to AGIC by their organizations, including annual dues or any other funds to which their organizations have committed.

Sec. 3 All obligations and expenses for participation in AGIC shall be borne by each Board member's agency or organization.

Sec. 4 All funds will be deposited with the Arizona State Land Department in a Special Fund established specifically for the purposes of this Council.

Sec. 5 Funds collected from member agencies must be deposited within 90 days of issuance of a Bill for Collection from the Arizona State Land Department.

Sec. 6 The Executive Management Board shall authorize all expenditures.

Sec. 7 Each member agency shall pay a minimum of \$100 in annual dues for each year of operation.

Article XV. Terminology and Definitions

Sec. 1 All references to Fiscal Year relate to the Arizona State Fiscal Year; July 1, through June 30, inclusively.